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UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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PHILLIPS-VAN HEUSEN CORPORATION, :

Plaintiff, :

Case No. 07 Civ 8169 (AKH)

-against-

: **DECLARATION IN SUPPORT OF**
: **PLAINTIFF'S MOTION TO**
: **DISMISS DEFENDANT**
: **INTERNATIONAL HOME**
: **TEXTILES, INC.'S**
: **COUNTERCLAIM**

INTERNATIONAL HOME TEXTILES, INC. :
and SALO GROSFELD, :

Defendants.

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ARNOLD M. WEISS, an attorney admitted to the practice of law before the Courts of the State of New York, pursuant to 28 U.S.C. §1746, declares under penalty of perjury that the following is true and correct:

1. I am member of Weiss & Hiller, PC, attorneys for plaintiff Phillips-Van Heusen Corporation in the above-captioned action. I submit this declaration in support of plaintiff's motion to dismiss defendant International Home Textiles, Inc.'s ("IHT") counterclaim.

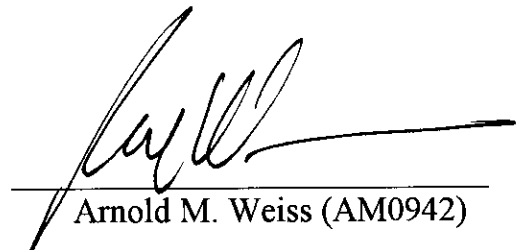
2. I submit this declaration to identify the additional exhibits referenced in the accompanying Memorandum of Law:

Exhibit 5: License Agreement between Phillips-Van Heusen Corporation and International Home Textiles, Inc. dated December 2001.

Exhibit 6: Kenneth Wyse's January 24, 2008 Affidavit submitted to the Court on defendant Grosfeld's pending motion to dismiss claims against him.

WHEREFORE, for the reasons stated herein and in the accompanying Memorandum of Law, plaintiff Phillips-Van Heusen Corporation respectfully requests that the Court dismiss defendant International Home Textiles, Inc.'s counterclaim with prejudice and without any right to replead, and grant any and all further relief this Court deems just and proper.

Dated: New York, New York
February 26, 2008



Arnold M. Weiss (AM0942)